CorMedix Inc. Form 4 March 03, 2015

# FORM 4

### **OMB APPROVAL**

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3235-0287 Number:

0.5

Check this box if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

Form 5

obligations

may continue.

See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person * Duffy Matthew	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) t Issuer
	CorMedix Inc. [CRMD]	(Check all applicable)

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) X\_ Director

10% Owner Officer (give title Other (specify C/O CORMEDIX INC., 745 ROUTE 03/02/2015 below) 202-206, SUITE 303

4. If Amendment, Date Original (Street) 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

### BRIDGEWATER, NJ US 08807

(State)

(Zip)

1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of TransactionAcquired (A) or Security (Month/Day/Year) Execution Date, if Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported

(A) Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

Common Stock,

(City)

\$0.001 par 38,339 D

value per share

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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# $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Numb orDerivati Securities Acquired or Dispo (D) (Instr. 3, and 5)	ve es d (A) esed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount o Number o Shares
Stock Option (right to buy)	\$ 2.02						<u>(1)</u>	01/09/2024	Common Stock, \$0.001 par value per share	150,000
Stock Option (right to buy)	\$ 2.02						<u>(2)</u>	01/09/2024	Common Stock, \$0.001 par value per share	30,000
Stock Option (right to buy)	\$ 0.9						<u>(3)</u>	03/20/2023	Common Stock, \$0.001 par value per share	100,000
Stock Option (right to buy)	\$ 0.68						<u>(4)</u>	12/05/2022	Common Stock, \$0.001 par value per share	125,000
Warrant (right to purchase Common Stock)	\$ 0.4						11/13/2012	11/13/2017	Common Stock, \$0.001 par value per share	25,000
Stock Option (right to buy)	\$ 0.29						<u>(2)</u>	01/06/2022	Common Stock, \$0.001 par value per share	30,000
Stock Option (right to buy)	\$ 0.28						<u>(6)</u>	11/21/2021	Common Stock, \$0.001 par value per share	30,000

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Warrant (right to purchase Common Stock)	\$ 3.475				<u>(7)</u>	03/24/2015	Common Stock, \$0.001 par value per share	4,884
Stock Option (right to buy)	\$ 5.62	03/02/2015	А	50,000	(2)	03/01/2025	Common Stock, \$0.001 par value per share	50,000

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Duffy Matthew

C/O CORMEDIX INC.
745 ROUTE 202-206, SUITE 303
BRIDGEWATER, NJ US 08807

# **Signatures**

Alexander M. Donaldson, with a Power of Attorney for Matthew P. Duffy

X

\*\*Signature of Reporting Person Date

03/03/2015

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) These options vested 100% on January 10, 2014.
- (2) These options vest in full on the first anniversary of the date of grant.
- (3) These options vest quarterly over two years.
- (4) These options vest as follows: (a) fifty percent (50%) on the date of issuance of the CE Mark certification for Neutrolin in Europe, which occurred on July 5, 2013, and (b) fifty percent (50%) on December 31, 2013.
- On November 13, 2012, the reporting person acquired in a private placement \$10,000 of (a) 9% Senior Convertible Notes, convertible into shares of the Company's common stock at a conversion price of \$0.35 per share, and (b) a five-year redeemable warrant to purchase common stock at an exercise price of \$0.40 per share.
- (6) The options vest ratably, one-third of which will vest on each of the grant date, the first anniversary and the second anniversary thereof.
- (7) The warrants were issued as part of the Company's initial public offering in March 2010 and were exercisable beginning six months after the effective date of the Company's registration statement related thereto.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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